Karen Johnson Davidson County
Batch# 895816 WILL
07/29/2022 08:59:00 AM 12 pgs
Fees: $62.00 Taxes: $0.00
20220729-0086403

STATE OF TENNESSEE

I, RICHARD R. ROOKER, Clerk of the Circuit Court for Davidson County, do hereby certify that the foregoing is a true and complete copy of the **LAST WILL AND TESTAMENT** heretofore assigned to Seventh Circuit Court (Probate Division) for Davidson County, Tennessee, Case No. **22P1194**.

ESTATE OF: PATRICIA MAE TALLEY

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 22nd day of July in the year Two Thousand and Twenty-Two.

RICHARD R. ROOKER CIRCUIT COURT CLERK

RICHARD R. ROOKER, Clerk

By: _____
Deputy Clerk

FILED

JUL 22 2022

RICHARD R. ROOKER, Clerk
By _____ Deputy

LAST WILL AND TESTAMENT

OF

PATRICIA M TALLEY

Prepared by:

AMY CROSS NANCE
103 Forrest Crossing Blvd Suite 205
FRANKLIN, Tennessee 37064

615-794-5644
615-794-4595 (facsimile)

LAST WILL AND TESTAMENT
OF
PATRICIA M TALLEY

I, PATRICIA M TALLEY, of Davidson County, Tennessee, make this my Last Will and Testament, and I revoke all Wills and Codicils previously made by me.

ARTICLE I.
Identification

A. **Husband.** My husband's name is GEORGE DANIEL TALLEY. All references in this Will to "my husband" are to him.

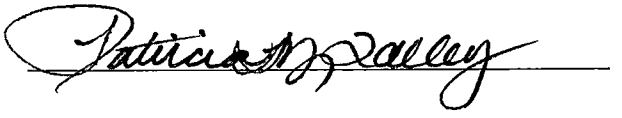
B. **Children.** I have two children, RACHEL DENISE TALLEY PUGH and MATTHEW STEVEN TALLEY. All references in this Will to "my children" are to them. In addition, all references in this Will to "my descendants" are to my children (as defined above) and to all of their respective descendants.

ARTICLE II.
Memorandum

I request that the beneficiaries of my estate and my Executor honor the provisions of any memorandum written by me directing the disposition of any portion of my tangible personal property.

ARTICLE III.
Specific Gifts

If my husband survives me, except as may be provided in a memorandum authorized by Article II, I give, devise and bequeath to him all of my interest in any motor vehicles, boats and personal watercraft, household goods, appliances, furniture and furnishings, pictures, silverware, china, glass, books, clothing, jewelry or other articles of personal use or ornament, and other tangible personal property of a nature, use or classification similar to the foregoing. If my husband fails to survive me, except as may be provided in a memorandum authorized by Article II, I give, devise and bequeath such property to those of my descendants who survive me per stirpes, with particular items to be allocated as they may agree, or if they cannot agree, as my Executor shall decide. If any beneficiary hereunder is a minor, my Executor may distribute such minor's share to such minor or for such minor's use to any person with whom such minor is residing or who has the care or control of such minor without further responsibility, and the receipt of the person to whom such minor's share is distributed shall be a complete discharge of



my Executor. The cost of packing and shipping such property to any such beneficiary shall be charged against my estate as an expense of administration.

ARTICLE IV.
Residue

If my husband survives me, I give, devise and bequeath him all of the residue of my estate. If my husband fails to survive me, I give, devise and bequeath all of the residue of my estate to those of my descendants who survive me per stirpes. If neither my husband nor any of my descendants survives me, one-half of the residue of my estate shall be distributed to my heirs, and the other half of the residue of my estate shall be distributed to my husband's heirs.

ARTICLE V.
Contingent Trusts

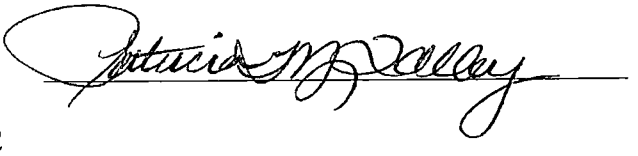
A. Applicability. Any share of my estate that is to be distributed to a person who is under the age of 25 or who is incapacitated (referred to herein as the "Beneficiary") shall be held by my Trustee as a separate trust for the benefit of such Beneficiary; provided, however, the provisions of this Article shall not apply to property distributed to my husband.

B. Distributions. My Trustee shall distribute to the Beneficiary of each trust such amounts of the income and principal of such trust as my Trustee, in my Trustee's discretion, deems desirable from time to time to provide for such Beneficiary's health, support, maintenance or education, directly and without the interposition of any guardian or conservator.

C. Termination. Each trust created by this Article for a Beneficiary who is under age 25 shall terminate when such Beneficiary attains that age. Each trust created by this Article for a person who is incapacitated shall terminate when the Beneficiary of such trust, in the discretion of my Trustee, is no longer incapacitated. Upon the termination of a trust created by this Article, the remaining property of such trust shall be distributed to the Beneficiary of such trust, but if a Beneficiary dies before the termination of such Beneficiary's trust, then upon such Beneficiary's death the remaining property of such trust shall be distributed to such Beneficiary's estate.

ARTICLE VI.
Executor and Trustee Nominations

A. Executor. I nominate my husband, GEORGE DANIEL TALLEY, to be Executor of my Will and estate. If GEORGE DANIEL TALLEY fails to qualify, dies, resigns, becomes incapacitated, or otherwise ceases to serve, I nominate my daughter, RACHEL DENISE TALLEY PUGH, and my son, MATTHEW STENEM TALLEY, to be Co-Executors of my Will



and estate.

B. Trustee. I nominate my son-in-law, BRIAN PUGH, to be Trustee of all trusts created by my Will.

C. Bond; Unsupervised Administration. No accounting, investment, bond or other security shall be required of my Executor or of my Trustee in any jurisdiction. If permitted by the laws of the state in which my Will is probated, my Executor shall administer my estate without court supervision.

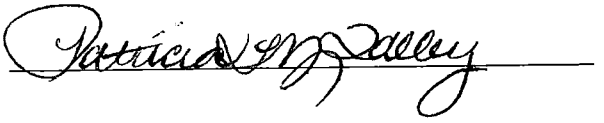
D. Expenses and Compensation. Every Executor and Trustee shall be reimbursed for the reasonable costs and expenses incurred in connection with such Executor's or such Trustee's duties. Every Executor and Trustee shall be entitled to fair and reasonable compensation for services rendered by such Executor or such Trustee in an amount not exceeding the customary and prevailing charges for services of a similar character at the time and place such services are performed.

E. Ancillary Executors and Trustees. If my estate or any trust created by this Will contains property located in another state or a foreign jurisdiction and my Executor or Trustee cannot or chooses not to serve under the laws thereof, my Executor or Trustee shall have the power to nominate an ancillary individual or corporate Executor or Trustee of such property.

F. Multiple Executors and Trustees. Unless another meaning is clearly indicated or required by context or circumstances, the term "Executor" or "Trustee" shall also mean and include all persons or entities who may at any time be serving and any Co-Executors, Co-Trustees, alternates, or successors. Except as otherwise specifically provided in this Will, if Co-Executors or Co-Trustees are designated to serve hereunder or if Co-Executors or Co-Trustees are already serving, and one such Co-Executor or Co-Trustee declines to serve, fails to qualify, dies, resigns, becomes incapacitated, or otherwise ceases to serve for any reason, then the remaining Executor or Trustee, or Co-Executors or Co-Trustees, as the case may be, shall serve or continue to serve in such capacity.

G. Actions by Co-Executors and Co-Trustees. In all matters relating to my estate or to any trust created by my Will, when Co-Executors or Co-Trustees are serving, all such Co-Executors or Co-Trustees may act alone.

H. Involuntary Removal. An individual Executor or Trustee serving hereunder shall be deemed incapacitated if such Executor or Trustee refuses to arrange for or submit to a mental status examination requested by any interested party, the purpose of which is to determine whether such Executor or Trustee should be permitted to continue to serve as Executor or Trustee hereunder, provided that such examinations shall not occur more frequently than once every two years, and provided further that the cost of such examinations shall be paid by my estate if it concerns my Executor, by the relevant trust if it concerns the trusteeship of one trust, or equally by several trusts if it concerns the trusteeship of more than one trust.



ARTICLE VII.
Executor and Trustee Powers

Each Executor and Trustee shall, to the extent permitted by law, act independently and free from the control of any court as to my estate and as to every trust established under this Will (and as to all of the property of my estate and all of the property of every trust created under this Will). Each Executor and Trustee shall have and possess all powers and authorities conferred by statute or common law in any jurisdiction in which such Executor and Trustee may act, including all powers and authorities conferred by Section 35-50-110 of the Tennessee Code and by the Tennessee Uniform Trust Code and by any future amendments thereto, except for any instance in which such powers and authorities may conflict with the express provisions of this Will, in which case the express provisions of this Will shall control. In addition to such powers and authorities, each Executor and Trustee shall have and possess the following powers and authorities (each of which shall be exercisable in the discretion of such Executor or Trustee) with respect to my estate and every trust established hereunder, and the following provisions shall apply to my estate and every trust established under this Will:

(1) To retain, in the discretion of my Executor or Trustee, any property owned by me without regard to the duty to diversify investments under the laws governing my estate or a trust created hereunder and without liability for any depreciation or loss occasioned by such retention;

(2) To exchange, sell or lease (including leases for terms exceeding the duration of all trusts created by this Will) for cash, property or credit, or to partition, publicly or privately, at such prices, on such terms, times and conditions and by instruments of such character and with such covenants as my Executor or Trustee deems proper, all or any part of the properties of my estate or any trust, including real property, and no vendee or lessee shall be required to look to the application of any funds paid to my Executor or Trustee;

(3) To borrow money from any source (including any Executor or Trustee) and to mortgage, pledge, or in any other manner encumber all or any part of the properties of my estate or any trust as may be advisable in the judgment of my Executor or Trustee for the advantageous administration of my estate or any trust;

(4) To make, in the discretion of my Executor or Trustee, any distribution required or permitted to be made to any beneficiary under this Will, or under any trust established by this Will, in any of the following ways when

Patricia M Dalley

such beneficiary is a minor or is incapacitated: (i) to such beneficiary directly; (ii) to the guardian or conservator of such beneficiary's person or property; (iii) by applying the required or permitted distribution for the benefit of such beneficiary; (iv) to a person or financial institution serving as custodian for such beneficiary under a uniform transfers to minors act of any state, with the age of termination determined by my Executor or Trustee in a state which allows for delayed termination; (v) by reimbursing or advancing funds to the person who is actually taking care of such beneficiary (even though such person is not the legal guardian or conservator) for expenditures made or to be made by such person for the benefit of such beneficiary; and (vi) by managing such distribution as a separate fund on the beneficiary's behalf, subject to the beneficiary's continuing right to withdraw the distribution; and the written receipts of the persons receiving such distributions shall be full and complete acquittances to my Executor or Trustee;

(5) To access, control, use, cancel, deactivate, or delete my Digital Accounts and Digital Assets, and to access, control, use, deactivate, or dispose of my Digital Devices. "Digital Accounts" are electronic systems for creating, generating, sending, sharing, communicating, receiving, storing, displaying, or processing information which provides access to a Digital Asset which is stored on any type of Digital Device, regardless of the ownership of the Digital Device upon which the Digital Asset is stored. "Digital Assets" mean data, files, text messages, emails, documents, audio, video, images, sounds, social media content, social networking content, apps, codes, health care records, health insurance records, credit card points, travel-related miles and points, computer source codes, computer programs, software, software licenses, databases, or the like, including access credential such as usernames, passwords and answers to secret questions, which are created, generated, sent, communicated, shared, received, or stored by electronic means on a Digital Device. "Digital Devices" are electronic devices that can create, generate, send, share, communicate, receive, store, display, or process information;

(6) To make divisions, partitions, or distributions in money or in kind, or partly in each, whenever required or permitted to divide, partition, or distribute all or any part of my estate or of any trust; and, in making any such divisions, partitions, or distributions, the judgment of my Executor or Trustee in the selection and valuation of the assets to be so divided, partitioned, or distributed shall be binding and conclusive; and, further, my Executor shall be authorized to make distributions from my estate on a non-pro rata basis;

Patricia M Dalley

(7) To invest and reinvest the properties of my estate or of any trust in any kind of property whatsoever, real or personal, whether or not productive of income and without regard to the proportion that such property or property of a similar character held may bear to my entire estate or to the entire trust, and to make loans to any beneficiary of any trust with adequate security and at an adequate interest rate; and

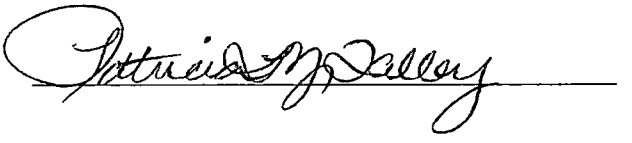
(8) To enter into any transaction on behalf of my estate or of any trust (including loans to beneficiaries for adequate security and adequate interest) despite the fact that another party to any such transaction may be (i) a trust of which any Executor or Trustee under this Will is also a trustee, including any trust established by this Will; (ii) an estate of which any Executor or Trustee under this Will is also an executor, personal representative or administrator, including my estate; (iii) a business or trust controlled by any Executor or Trustee under this Will or of which any such Executor or Trustee, or any director, officer or employee of any such corporate Executor or corporate Trustee is also a director, officer or employee; or (iv) any beneficiary, Trustee, or Executor under this Will acting individually.

ARTICLE VIII.
Miscellaneous

A. **Spendthrift Provisions.** Each trust created by this Will shall be a spendthrift trust to the fullest extent allowed by law. Prior to the actual receipt of property by any beneficiary, no property (income or principal) distributable under this Will or under any trust created by this Will shall, voluntarily or involuntarily, be subject to anticipation or assignment by any beneficiary, or to attachment by or to the interference or control of any creditor or assignee of any beneficiary, or taken or reached by any legal or equitable process in satisfaction of any debt or liability of any beneficiary, and any attempted transfer or encumbrance of any interest in such property by any beneficiary hereunder prior to distribution shall be void.

B. **Survivorship Provisions.** No person shall be deemed to have survived me if such person shall die within 60 days after my death; however, my Executor may make distributions from my estate within that period for the support of my husband and my children. In addition, in the event my husband and I die in such a manner that it cannot be determined in what order our deaths occurred, then I shall be presumed to have survived my husband. Any person who is prohibited by law from inheriting property from me shall be treated as having failed to survive me.

C. **Payment of Debts.** I direct that all of my legal debts, funeral and testamentary expenses, costs and expenses of administration of my estate, and all estate, inheritance, transfer



and succession taxes (Federal, State and others) upon or with respect to any property required to be included in my gross estate under the provisions of any law, and whether or not passing hereunder, shall be paid as soon after my death as in the opinion of my Executor is practical and advisable. If at the time of my death any of my property is subject to a mortgage, lien, or other debt, I direct that the devisee taking such property shall take it subject to such mortgage, lien, or other debt, and that such person shall not be entitled to have the obligation secured thereby paid out of my general estate. My Executor is specifically given the right to renew, refinance and extend, in any form that my Executor deems best, any secured or unsecured debt or charge existing at the time of my death. Under no circumstances shall my Executor be required to prepay any debt of mine.

D. Descendants. References to "descendant" or "descendants" mean lineal blood descendants of the first, second or any other degree of the ancestor designated; provided, however, such references shall include, with respect to any provision of this Will, descendants who have been conceived at any specific point in time relevant to such provision and who thereafter survive birth; and provided, further, an adopted child and such adopted child's lineal descendants by blood or adoption shall be considered under my Will as lineal blood descendants of the adopting parent or parents and of anyone who is by blood or adoption a lineal ancestor of the adopting parent or of either of the adopting parents.

E. Discretion. Whenever in this Will an action is authorized in the discretion of my Executor or Trustee, the term "discretion" shall mean the absolute and uncontrolled discretion of such Executor or Trustee.

F. Incapacitated. A beneficiary shall be deemed "incapacitated" if my Executor or Trustee, in my Executor's or Trustee's discretion, determines that such beneficiary lacks the ability, due to a physical or mental condition, to manage his or her own personal and financial affairs. My Executor or Trustee shall be deemed "incapacitated" if and for as long as (i) a court of competent jurisdiction has made a finding to that effect, (ii) a guardian or conservator of such Executor's or Trustee's person or property has been appointed by a court of competent jurisdiction and is serving as such, or (iii) two physicians (licensed to practice medicine in the state where my Executor or Trustee is domiciled at the time of the certification, and one of whom shall be board certified in the specialty most closely associated with the cause of such Executor's or Trustee's incapacity) certify that due to a physical or mental condition my Executor or Trustee lacks the ability to manage his or her own personal and financial affairs. An Executor or Trustee shall immediately cease to serve upon being deemed incapacitated.

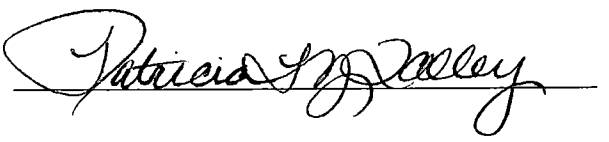
G. Heirs. References to "heirs" are to those persons who would inherit separate personal property from the person designated under the statutes of descent and distribution of the State of Tennessee, if such person died intestate and single at such time.

H. Governing Law. The construction, validity and administration of each trust created under this Will shall be controlled by the laws of the State of Tennessee. My Trustee may designate the laws of another jurisdiction as the controlling law with respect to the construction,

Patricia D. Dailey

validity and administration of a particular trust if either (i) my Trustee resides in, or administers that trust in, such designated jurisdiction (or in the case of a corporate Trustee, if such corporate Trustee is chartered in such designated jurisdiction), or (ii) the primary beneficiary of such trust resides in such designated jurisdiction, in which case the laws of such designated jurisdiction shall apply to such trust as of the date specified in such designation. Any such designation shall be in writing and shall be delivered to each beneficiary of the affected trust.

I. Per Stirpes. When a distribution is to be made to a person's descendants "per stirpes," property shall be divided into as many equal shares as there are (i) living children of such person, if any, and (ii) deceased children who left descendants who survive such person. Each living child shall receive one share, and the share that would have passed to each deceased child shall be divided in a similar manner (by reapplying the preceding rule) among his or her descendants who survive such person. For example, if a person has deceased children and surviving children when a distribution is to be made, the assets will be divided into equal shares at the child level and distributed per stirpes below that level; however, if the person has no surviving children at such time, that equal division will still be made at the child level and distributed per stirpes below that level. This definition is intended to override any conflicting or contrary common law definition.



IN WITNESS WHEREOF, I PATRICIA M TALLEY, subscribe, publish and declare this instrument as my Last Will and Testament on the 6th day of June, in the year 2017.

Patricia M Talley
PATRICIA M TALLEY

The foregoing instrument was subscribed, published and declared by PATRICIA M TALLEY, the above-named Testatrix, to be her Last Will and Testament in our presence, all being present at the same time, and we, at her request and in her presence and in the presence of each other have subscribed our names as witnesses on the date above written.

Witness Signature

2451 Atrium Way
Street Address

Nashville, TN 37214
City, State and Zip Code

Witness Signature

2451 Atrium Way
Street Address

Nashville, TN 37214
City, State and Zip Code

Patricia M Talley

SELF-PROVING AFFIDAVIT

STATE OF TENNESSEE)
) ss.
COUNTY OF DAVIDSON)

Before me, the undersigned authority, on this day personally appeared PATRICIA M TALLEY, Jennifer Herendon and Alison Dearman, known to me to be the testatrix and the witnesses whose names are subscribed to the foregoing instrument. The testatrix, PATRICIA M TALLEY, declared to me and to the witnesses in my presence that said instrument is her last will and testament and that she had willingly signed or directed another to sign the same for her, and executed it in the presence of said witnesses as her free and voluntary act for the purposes therein expressed. The witnesses declared that they witnessed the execution of the will of the testatrix, PATRICIA M TALLEY; that said testatrix subscribed, published and declared the same to be her will in their presence; that they thereafter subscribed the will as witnesses in the presence and sight of the testatrix, PATRICIA M TALLEY, at her request, and in the presence and sight of each other; that at the time of the execution of said will, the testatrix, PATRICIA M TALLEY, appeared to them to be of full age and of sound mind and disposing memory, and not under any restraint or in any respect incompetent to make a will; and that they make this affidavit at the request of the testatrix, for the purpose of proving the testatrix's will as provided in T.C.A. Section 32-3-110, on the 6 day of June, in the year 2017.

Patricia M Talley
PATRICIA M TALLEY, Testatrix

Witness Signature

Witness Signature

Subscribed and sworn to before me on the 6th day of June, in the year 2017.

Notary Public

My commission expires: 2/25/19

AMY CROSS NANCE
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY

Patricia M Talley